

UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

<u>GBFOREFRONT, L.P.</u>	:	
	:	
Plaintiff and Counterclaim Defendant,	:	CIVIL ACTION
v.	:	
	:	NO. 2:11-cv-07732-MSG
	:	
FOREFRONT MANAGEMENT	:	
GROUP, LLC	:	
	:	
Defendant and Counterclaim Plaintiff	:	
	:	
and,	:	
	:	
FOREFRONT CAPITAL MANAGEMENT,	:	
LLC, FOREFRONT CAPITAL MARKETS,	:	
LLC and FOREFRONT ADVISOR, LLC	:	
	:	
<u>Additional Defendants,</u>	:	

AFFIDAVIT OF KIMBERLY W. BLOCK

STATE OF South Carolina :  
 : SS  
COUNTY OF Beaufort :

KIMBERLY W. BLOCK, a person over the age of 18, being duly sworn upon her oath according to law, states as follows:

1. I am a trustee and an authorized representative of one or more trusts that own an entity known as WFP2, LP, which is currently the owner of GBForefront, L.P. ("GBFF" or "GBForefront" or "plaintiff"), the plaintiff in this action. WFP2, LP is a 99% limited partner of GBFF, and GBForefront General L.L.C., a Pennsylvania limited liability company, owns 1% and is the general partner of GBFF. As such, I have personal knowledge of the facts set forth in this Affidavit.

2. I respectfully submit this Affidavit in opposition to defendants' Cross-Motion to Vacate several judgments and in further support of the Motion of plaintiff

GBForefront to Enter Consent Judgment Against Forefront Capital Markets, LLC ("Forefront Capital").

3. It is my understanding that defendants are seeking to vacate the \$6.8 million settlement and Judgment(s) entered in favor of GBFF, as against the defendants, by claiming for the first time that this Court did not have subject matter jurisdiction over this case when it was filed. The defendants' claims are entirely without merit. As set forth in this affidavit, this Court did, in fact, have subject matter jurisdiction over this lawsuit when it was filed on December 20, 2011 [docket no. 1].

4. I am aware that jurisdiction in this case depends upon "diversity of citizenship" between all of the defendants and all of the plaintiffs at the time at which this lawsuit was filed. As set forth herein, there was complete diversity of citizenship.

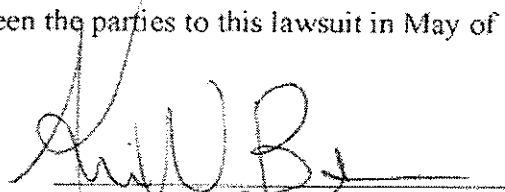
5. When this case was filed in December of 2011, GBFF and each of the partners that owned GBFF, were citizens of the Commonwealth of Pennsylvania. It is my understanding that the defendants have admitted that they are citizens of the States of New York, New Jersey, and Delaware and that the residencies of the defendants are not in dispute.

6. Plaintiff GBForefront is a Pennsylvania limited partnership. At the time this action was commenced, GBFF had a general partner, GBForefront General L.L.C., a Pennsylvania limited liability company that owned 1% of GBFF. At the time of the filing of this lawsuit, another entity, WFP2, LP, itself a Pennsylvania partnership, owned the other 99% partnership share of GBFF. GBForefront General L.L.C. and WFP2, LP were the sole partners of GBFF when this action was commenced.

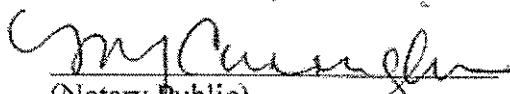
7. GBForefront General L.L.C was 100% owned by Warren Weiner, who at the time of the commencement of this action, was a resident of the Commonwealth of Pennsylvania.

8. GBFF's other partner, WFP2, LP is a Pennsylvania limited partnership that was formed by Warren Weiner. At the time at which this action was commenced, the partners of WFP2, LP were Warren Weiner and a series of Pennsylvania trusts, each one established by Warren Weiner for the benefit of each of his grandchildren. At the time of the filing of this lawsuit, the Trustees of the grandchildren's Trusts were Warren Weiner and Penny Weiner, both of whom were Pennsylvania residents.

9. Since, at the time of the filing of this lawsuit, the underlying owners/partners of GBFF were all citizens of Pennsylvania, and the defendants were all citizens of New York, Delaware, and New Jersey, it is clear that complete diversity existed between GBFF and defendants when the Complaint was filed in December of 2011. The assertions to the contrary made by defendants, are based on unfounded speculation and amount to yet another effort to avoid paying the amounts agreed to under the Settlement Agreement reached between the parties to this lawsuit in May of last year.

  
Kimberly W. Block

SWORN AND SUBSCRIBED TO  
BEFORE ME THIS 5<sup>th</sup> DAY  
OF FEBRUARY, 2016

  
(Notary Public)  
(seal) Exp. 7-2-2023

